

**KLESTADT WINTERS JURELLER
SOUTHARD & STEVENS, LLP**

200 West 41st Street, 17th Floor

New York, New York 10036

Tel: (212) 972-3000

Fax: (212) 972-2245

Fred Stevens

Sean C. Southard

Lauren C. Kiss

Hearing Date: March 30, 2023

Hearing Time: 2:00 p.m. (EST)

**Objection Deadline: March 23, 2023 at
5:00 p.m. (EST)**

**Bidding Deadline: March 27, 2023 at
12:00 p.m. (EST)**

**Auction: March 29, 2023 at 12:00 p.m.
(EST)**

*Counsel to Gregory M. Messer, Chapter 7
Trustee of the Estate of Hale & Hearty
Soups L.L.C.*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re :
 : Chapter 7
HALE & HEARTY SOUPS L.L.C., :
 : Case No. 22-11285 (JLG)
 :
Debtor. :
-----X

AMENDED¹ NOTICE OF AUCTION AND SALE HEARING

NOTICE IS HEREBY GIVEN, as follows:

On January 20, 2023, Gregory M. Messer, the Chapter 7 Trustee (the “Trustee”) for the bankruptcy estate (the “Estate”) of Hale & Hearty Soups L.L.C. (the “Debtor”) in the above-captioned chapter 7 case (this “Chapter 7 Case”) filed a motion (the “Motion”) ² [Docket No 38] which sought, among other things, entry of an order pursuant to sections 105(a), 363, and 365 of title 11 of the United States Code (the “Bankruptcy Code”), and Rules 2002, 6004 and 6006 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”): (a) approving bidding procedures (the “Bidding Procedures”) in connection with the sale (or series of sales (collectively, the “Sale”) and potential auction (the “Auction”) of the Estate’s assets free and clear of all liens, claims, encumbrances, and interests (collectively, the “Liens”); (b) approving the form and manner of the Notice of Auction and Sale Hearing (the “Sale Notice”); (c) establishing procedures for the assumption and assignment (the “Assumption and Assignment Procedures”) of certain executory contracts and unexpired leases (each, an “Assumed Contract,” and collectively, the “Assumed Contracts”) and the form and manner of notice thereof; and (d) granting such other and further relief as this Court deems just and proper under the circumstances. On February 23, 2023 the

¹ This notice was amended to include instructions on how to register for the hearing scheduled for March 30, 2023.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

Court entered the Bidding Procedures Order [Docket No. 57].

As set forth in greater detail in the Motion, the Trustee is selling the Estate's right, title and/or interest in the Debtor's brands and trademarks, domain names, customer data, content and manuals, copyrights, patents, proprietary software, license agreements, recipes, IP addresses and the like (collectively, the "Intellectual Property"), as well as tangible archival material that supports the Intellectual Property ("Related Tangible Assets") (the Intellectual Property and the Related Tangible Assets, together the "Intangible Assets").

The Motion, the Bidding Procedures, and the Bidding Procedures Order have been filed electronically with the Clerk of the United States Bankruptcy Court for the Southern District of New York, and may be reviewed by all registered users of the Court's website at <http://ecf.nysb.uscourts.gov>. Copies of the Motion, the Bidding Procedures, and the Bidding Procedures Order can also be obtained by telephonic, written, or e-mail request to the undersigned counsel to the Trustee, Attn: Lauren C. Kiss (Telephone: (212) 972-3000 or e-mail: lkiss@klestadt.com).

As set forth in the Bidding Procedures, the sale of the Intangible Assets remains subject to higher or better offers and Bankruptcy Court approval. All interested parties are invited to make competing offers for the Intangible Assets in accordance with the terms of the Bidding Procedures and the Bidding Procedures Order. The deadline to submit a competing offer in accordance with the terms of the Bidding Procedures is **March 27, 2023 at 12:00 p.m. (EST)** (the "Bid Deadline"). Pursuant to the Bidding Procedures Order, if at least two (2) Qualified Bids are received by the Bid Deadline, the Trustee will conduct an auction (the "Auction") for the sale of the Intangible Assets. The Auction will be conducted remotely beginning at **12:00 p.m. (EST) on March 29, 2023**. The Trustee's professionals, each Qualified Bidder (including, its representative(s), if any), and any creditor of the Debtor that has provided notice in writing of its intent to observe the Auction at least one (1) day prior to the start of the Auction shall be permitted to attend and observe the Auction, along with any other parties the Trustee deems appropriate, through a Zoom link to be provided to all such parties prior to the commencement of the Auction.

A Sale Hearing will be held remotely on **March 30, 2023 at 2:00 p.m. (EST)** before the Honorable James L. Garrity, Jr., United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, NY 10004.

The Bankruptcy Court, in order to protect public health, and in recognition of the national emergency that was declared by the President of the United States on March 13, 2020, entered General Order M-543 on March 20, 2020. Pursuant to General Order M-543, until further notice, all hearings scheduled to be held in the Manhattan Division of the Bankruptcy Court will be conducted telephonically. All attorneys, witnesses and parties wishing to appear at, or attend, a telephonic hearing or conference must refer to the Bankruptcy Judge's guidelines for telephonic appearances and make arrangements with Court Solutions LLC at <https://www.court-solutions.com/>. Instructions for telephonic appearances using Court Solutions LLC can be found in General Order M-543.

At the Sale Hearing, the Trustee will request that the Bankruptcy Court enter an order, among other things, approving the highest or otherwise best bid for the Intangible Assets (which will be determined in accordance with the terms of the Bidding Procedures). In addition, the Trustee shall request that the Bankruptcy Court provide that the transfer of the Intangible Assets be free and clear of any and all liens, claims, interests, encumbrances and security interests, except as expressly assumed by Successful Bidder.

At the Sale Hearing, the Bankruptcy Court may enter such orders as it deems appropriate under applicable law and as required by the circumstances and equities of this Chapter 7 case. Objections, if any, to the Motion must (a) be made in writing, (b) state with particularity the reasons for the objection or response, (c) conform to the Bankruptcy Rules and the Local Bankruptcy Rules for the Southern District of New York, (d) set forth the name of the objecting party, the nature and basis of the objection, and the specific grounds therefore, and (e) be filed with the Clerk of the Court (with two (2) single-sided copies to be delivered to the Chambers of the Honorable James L. Garrity, Jr., United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, NY 10004), and shall be served upon: counsel to the Trustee, Klestadt Winters Jureller Southard & Stevens, LLP, 200 West 41st Street, 17th Floor, New York, New York 10036-7203, Attn: Sean C. Southard (Email: ssouthard@klestadt.com) and Lauren C. Kiss (Email: lkiss@klestadt.com); and (ii) the Office of the United States Trustee for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, Room 534, New York, New York 10004, Attn: Shannon Scott (Email: Shannon.Scott2@usdoj.gov), so as to be **actually received no later than 5:00 p.m. (EST) on March 23, 2023.**

Requests for information concerning the sale of the Intangible Assets should be directed by written or telephonic request to: Richelle Kalnit, Hilco Streambank, (212) 993-7214 or via email at RKalnit@hilcoglobal.com.

Dated: New York, New York
March 7, 2023

**NOTICE APPROVED BY ORDER OF THE
BANKRUPTCY COURT:**

**KLESTADT WINTERS JURELLER
SOUTHARD & STEVENS, LLP**

Fred Stevens
Sean C. Southard
Lauren C. Kiss
200 West 41st Street, 17th Floor
New York, New York 10036-7203
Tel: (212) 972-3000
Fax: (212) 972-2245
Email: fstevens@klestadt.com
ssouthard@klestadt.com
lkiss@klestadt.com

*Counsel to Gregory M. Messer, Chapter 7 Trustee of the
Estate of Hale & Hearty Soups L.L.C.*